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Attorneys for South Feather Water and Power Agency

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In Re:) Chapter 11 Case
PG&E CORPORATION,) No.: 19-30088 (DM)
And) Lease Case
PACIFIC GAS AND ELECTRIC) (Jointly Administered)
COMPANY,)
) JOINDER OF SOUTH FEATHER
) WATER & POWER AGENCY IN
Debtors) CERTAIN OBJECTIONS TO PLAN OF
) REORGANIZATION

South Feather Water & Power Agency ("Agency"), by this filing, supports and joins in:

(1) *South San Joaquin Irrigation District's (A) Objection to Debtors' and
Shareholder Proponents' Joint Chapter 11 Plan of Reorganization Dated March 16,
2020 as Amended (Docket No. 6320) and (B) Objection to Cure Amounts and Other*

1 *Matters Pertaining to Assumption Pursuant to Section 365(b)(1) of the Bankruptcy Code*
2 *(Docket No. 7037). Docket filing number 7265 (hereinafter “South San Joaquin*
3 *Objection”); and*

4 *(2) The Municipal Objectors’ (1) Objection to Confirmation of Plan of*
5 *Reorganization (Dkt. 6320) and (2) Objection to Cure Notice and Other Matters*
6 *Pertaining to Assumption Pursuant to Section 365(b)(1) of the Bankruptcy Code. Docket*
7 *filing number 7231 (hereinafter “Municipal Objection”).*

8 The Agency and PG&E are parties to an existing Power Purchase Agreement (PPA) and
9 are currently engaged in ongoing dispute resolution efforts pursuant to the terms of the PPA.
10 The ongoing dispute concerns the interpretation and scope of the PPA’s force majeure term
11 extension clause. For the reasons stated in the South San Joaquin Objection and the Municipal
12 Objection, the proposed bankruptcy Plan cannot unilaterally modify assumed contracts,
13 including the PPA, and should not illegally expand the discharge to rights, liabilities, and
14 “Causes of Action” in a way that prejudices the Agency in the ongoing dispute resolution
15 process. The Plan should not and cannot settle, compromise, waive, release, bar, implicate or
16 otherwise prejudice either party in the Agency/PG&E ongoing dispute resolution process.

17 Executed this 15th day of May, 2020 in Oroville, California.

18 Respectfully submitted,

19 MINASIAN, MEITH, SOARES,
20 SEXTON & COOPER, LLP

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22 By: /s/ Dustin C. Cooper
23 DUSTIN C. COOPER
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PROOF OF SERVICE

I, Gloria S. Sandoval, do declare and state as follows:

1. I am a resident of the State of California, over the age of eighteen years, and not a party to the within action. I am employed in the office of a member of the bar of this court at whose direction the service was made. My business address is REED SMITH LLP, 101 Second Street, Suite 1800, San Francisco, California 94105-3659.

2. I certify that on May 7, 2020, I caused a true and correct copy of the following document to be served via email on the Standard Party Email Service List attached hereto as Exhibit A:

**JOINDER OF SOUTH FEATHER WATER & POWER AGENCY IN CERTAIN
OBJECTIONS TO PLAN OF REORGANIZATION**

I declare under penalty of perjury under the laws of the United States of America, that the foregoing is true and correct and that if called upon as a witness, I could and would testify thereto.

Executed this 15th day of May, 2020, at San Francisco, California.

/s/ Gloria S. Sandoval

Gloria S. Sandoval

EXHIBIT A
Standard Parties Email Service List
Served via Email

DESCRIPTION	NAME	NOTICE NAME	EMAIL
Counsel to Debtors	Weil, Gotshal & Manges LLP	Attn: Stephen Karotkin, Jessica Liou, Matthew Goren	stephen.karotkin@weil.com matthew.goren@weil.com jessica.liou@weil.com
Special Counsel to Debtors	Cravath, Swaine & Moore LLP	Attn: Paul H. Zumbro, Kevin J. Orsini, George E. Zobitz, Stephen M. Kessing and Nicholas A. Dorsey, Omid H. Nasab	pzumbro@cravath.com korsini@cravath.com jzobitz@cravath.com skessing@cravath.com ndorsey@cravath.com onasab@cravath.com
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Office of the United States Trustee	Office of the United States Trustee	Attn: James L. Snyder, Esq., Timothy Lafreddi, Esq., Marta E. Villacorta	James.L.Snyder@usdoj.gov timothy.s.laffredi@usdoj.gov Marta.Villacorta@usdoj.gov
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Counsel for the administrative agent under the Debtors' debtor in possession financing facilities	Stroock & Stroock & Lavan LLP	Attn: Kristopher M. Hansen, Erez E. Gilad, Matthew G. Garofalo, Frank A. Merola	khansen@stroock.com egilad@stroock.com mgarofalo@stroock.com fmerola@stroock.com

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Standard Parties Email Service List
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DESCRIPTION	NAME	NOTICE NAME	EMAIL
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Counsel to California Public Utilities Commission	Paul, Weiss, Rifkind, Wharton & Garrison LLP	Attn: Alan W. Kornberg, Brian S. Hermann, Walter R. Rieman, Sean A. Mitchell, Neal P. Donnelly	akornberg@paulweiss.com bhermann@paulweiss.com wrieman@paulweiss.com smitchell@paulweiss.com ndonnelly@paulweiss.com
Interested Party United States on behalf of the Federal Energy Regulatory Commission	U.S. Department of Justice	Attn: Danielle A. Pham	danielle.pham@usdoj.gov
PG&E Shareholders	Jones Day	Attn: Bruce S. Bennett, Joshua M. Mester, James O. Johnston,	bbennett@jonesday.com jmester@jonesday.com jjohnston@jonesday.com
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Co-Counsel to the Ad Hoc Committee of Senior Unsecured Noteholders of Pacific Gas and Electric Company	Braunhagey & Borden LLP	Attn: J. Noah Hagey, Jeffrey M. Theodore, David H. Kwasniewski, Andrew Levine	hagey@braunhagey.com theodore@braunhagey.com kwasniewski@braunhagey.com levine@braunhagey.com
Counsel for Ad Hoc Group of Subrogation Claim Holders	Willkie Farr & Gallagher LLP	Attn: Matthew A. Feldman, Joseph G. Minias, Daniel I. Forman, Benjamin P. McCallen; Antonio Yanez, Jr., Erica L. Kerman, Jonathan D. Waisnor, Matthew Freimuth	mfeldman@willkie.com jminias@willkie.com dforman@willkie.com bmccallen@willkie.com ayanez@willkie.com ekerman@willkie.com

EXHIBIT A
Standard Parties Email Service List
Served via Email

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